

STATE OF NORTH CAROLINA
DEPARTMENT OF JUSTICE

INVESTIGATIVE DEMAND

ISSUED TO: I-77 Mobility Partners, LLC
c/o Javier Tamargo, its Chief Executive Officer
6135 Lakeview Road, Suite 250
Charlotte, NC 28269

TAKE NOTICE:

PURSUANT TO § 75-10 OF THE NORTH CAROLINA GENERAL STATUTES, YOU ARE HEREBY REQUIRED to respond fully and truthfully to each of the attached Demands for Production of Documents regarding the practices of I-77 Mobility Partners, LLC in North Carolina. Responsive documents, along with any objections or reasons for not complying with this Investigative Demand, must be tendered to the undersigned Special Deputy Attorney General by January 15, 2016 at the following address:

North Carolina Department of Justice
Consumer Protection Division
Attn: Jennifer T. Harrod
114 West Edenton Street
Raleigh, NC 27603

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INSTRUCTIONS

- A. Any written or physical information provided in response to this Investigative Demand must be clearly labeled and specifically identified by reference to the demand paragraph to which it is responsive.
- B. This Investigative Demand is ongoing in nature and You should supplement Your responses by delivering to the undersigned copies of any other responsive documents as those documents come into Your possession, custody, or control, or as soon thereafter as practicable.
- C. If any material or documents Demanded were, but are no longer, in Your possession, custody, or control, please identify any and all persons who now have possession, custody and control of the Demanded material or documents. If materials or documents are missing, destroyed or have been lost, affirmatively state when and how the materials left Respondent's possession. If there are persons with knowledge of the disposition of any such materials, identify those persons.
- D. If any responsive document, or portion thereof, is withheld for any reason, including but not limited to a claim of privilege, provide a detailed log that contains the following information for each document that You have withheld:
 - 1. the name of each author, writer, sender, creator, or initiator of such document;
 - 2. the name of each recipient, addressee, or party for whom such document was intended;
 - 3. the date of such document, or an estimate thereof if no date appears on the document;
 - 4. the general subject matter of the document; and
 - 5. the claimed grounds for withholding the document, including but not limited to the nature of any claimed privilege and grounds in support thereof.
- E. If responsive documents exist in an electronic or computerized format, please contact the officer issuing this Investigative Demand to discuss the manner and format in which the documents are to be produced to facilitate the production of full and complete copies in a usable format. Absent an agreement regarding the manner and format of production, documents shall be produced in accordance with Exhibit 1, attached.
- F. This Investigative Demand is intended to cover documents and electronically stored information ("ESI") in every form or source in which such documents or ESI exists or in which You possess it, including without limitation computer or electronic files stored on file servers, e-mail servers, work stations, desktops, hard drives, personal digital assistants (PDA's), smartphones (e.g., "Blackberrys", "iPhones", "Droids"),

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tablets (*e.g.*, iPads) and other mobile electronic devices, or other electronic social or industrial/business web-based media (*e.g.*, Facebook®, Twitter®, LinkedIn®) within Your control; records, data, reports, and queries derived from or residing in applications and databases; computer printouts, contracts, cost sheets, data compilations from which information can be obtained, derived, or can be translated through detection devices or converted or translated into reasonably usable form, magnetic discs, magnetic strips, magnetic tape, recognition characters, microfiche, microfilm, optical characters, punched cards, punched paper tapes, audio tapes or recordings, or video tapes or recordings.

- G. Documents and ESI are in Your “constructive possession, custody, care or control” if they reside physically or digitally on Your premises, and also if they reside at the facilities of or on the servers or other devices of third parties such as “cloud” providers, document storage facilities, back up sites, and other entities with whom You contract to maintain or house Your documents and ESI.
- H. You must submit with any response to this Investigative Demand an executed Exhibit 2 authenticating any documents produced and certifying that all documentary material in Your possession, custody, or control has been produced and made available.

DEFINITIONS

- A. If use of the words “and,” “or” or “and/or” create any doubt about the inclusiveness of a specific Investigative Demand paragraph, adopt the meaning resulting in the provision of more, rather than less, information. If the use of the word “any” creates doubt about the inclusiveness of a specific Investigative Demand paragraph, adopt the meaning resulting in the provision of more, rather than less, information. For example, consider “any” as synonymous with “every.”
- B. Reference to a corporate or governmental entity includes its employees, agents, managers, officers, corporate parents, or corporate subsidiaries when acting in furtherance of the entity’s business or acting on its behalf.
- C. “Communication(s)” means and refers to any transmission, transfer, conveyance or exchange of meaning or information, opinions, questions, or comments of any kind, in any manner, at any time or place and under any circumstances, whether by spoken or written language or other means of transmission or conveyance.
- D. The term “Document” shall mean all written or graphic matter or electronically stored information (ESI), whether in final or draft form, however produced, or reproduced, of every kind and description in Your actual or constructive possession, custody, care or control, including notes, letters, memoranda, ledgers, worksheets, records, books of account, accounting records, brochures, circulars, advertisements, proofs, sheets, books, magazines, reprints, summaries, reports, studies, projections, notebooks, diaries, calendars, appointment books, registers, graphs, charts, sketches, drawings, plans, tables, calculations, specifications, analyses, inter-corporate communications, papers, writings, agreements, contracts, purchase orders,

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acknowledgments, receipts, shipping papers, checks, invoices, authorizations, budgets, schedules, transcripts, correspondence, drafts, telegrams, cables, telexes, e-mails, website content, memoranda of telephone conversations, minutes of meetings, drafts of any of the foregoing which are non-identical because of marginal notations or otherwise, and other documents as appropriate in context. Any internal audit, review, examination, critique or report of any of Respondent's practices and procedures is included within this term.

E. "You," "Your," or "I-77 Mobility Partners" refers to I-77 Mobility Partners, LLC.

PRODUCTION OF DOCUMENTS

1. A copy of each document comprising your public communications campaign regarding the I-77 Express Lanes project, including but not limited to, each direct mailing, print advertisement, television advertisement, radio advertisement, Facebook post, Twitter post, and press release.
2. All documents and communications that advocated for the I-77 Express Lanes Project to any person or entity, including any documents or communications that encouraged the person or entity to support, promote, or endorse the I-77 Express Lanes Project.
3. All internal memoranda and communications regarding the text of the documents responsive to Demands 1 and 2, including, but not limited to, communications regarding the accuracy of the statements made or proposed to be made in all such documents.
4. Documents sufficient to show the distribution or recipients of all documents responsive to Demands 1 and 2, including the number of page views for any online content.

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5. All communications between You and Ross Communications, Mercury, LLC, and any other firm engaged to advertise, lobby, or communicate to the public or third parties regarding the I-77 Express Lanes project.

6. All documents supporting the statement in I-77 Mobility Partners' May 21, 2015 press release that "[b]etween 50-100 local firms will be involved in the I-77 Express Lanes Project."

7. All documents supporting I-77 Mobility Partners' statement in the press release dated May 21, 2015 that "we anticipate that the I-77 Express Lanes project will generate 8,000 direct, indirect and induced jobs. . . ."

8. All internal memoranda and strategic documents predicting the impact of the I-77 Express Lanes project on all commuters traveling the affected portions of I-77.

9. All internal memoranda and strategic documents showing the anticipated amount of money to be provided by the North Carolina Department of Transportation for the I-77 Express Lanes project including anticipated contributions under the contractual Developer Ratio Adjustment Mechanism and the expenditure of "bonus allocation" funds for the benefit of the project.

10. All memoranda, business plans, presentations, and strategic documents (a) projecting the tolls to be charged to riders on the I-77 Express Lanes, (b) projecting the number of vehicles (in toll lanes and free lanes) traveling on the twenty-six mile corridor of I-77 covered by the I-77 Express Lanes project, and/or (c) describing or predicting how toll rates will be set for the I-77 Express Lanes project.

11. All documents evidencing disclosure to the North Carolina Department of Transportation, the Mecklenburg-Union Metropolitan Planning Organization, and/or

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the Charlotte Regional Transportation Planning Organization of the bankruptcy of ITR Concession Co., LLC.

12. All documents evidencing disclosure to the North Carolina Department of Transportation, the Mecklenburg-Union Metropolitan Planning Organization, and/or the Charlotte Regional Transportation Planning Organization of the failure of the toll road operated by SH 130 Concession Company to meet projections regarding traffic and toll revenue.

13. All documents evidencing disclosure to the North Carolina Department of Transportation, the Mecklenburg-Union Metropolitan Planning Organization, and/or the Charlotte Regional Transportation Planning Organization of any delays from original contract dates in completions of projects in which Cintra was an equity investor.

14. A copy of each and every complaint, whether formal or informal, relating to a North American project in which Cintra was an equity investor, including complaints from users of the roads, government officials, investors (including bond holders), or internal whistle-blower complaints.

15. All communications with any credit rating agency (including, but not limited to, Moody's Investors Service, Standard & Poors Financial Services, LLC, DBRS Limited, and Fitch Ratings) in connection with seeking a credit rating for the bonds and loans to be issued to fund the design and construction of the I-77 Express Lanes Project. For the purposes of clarity, this Demand seeks communications with credit rating agencies even if those credit rating agencies did not ultimately assign a credit rating for the bonds and loans.

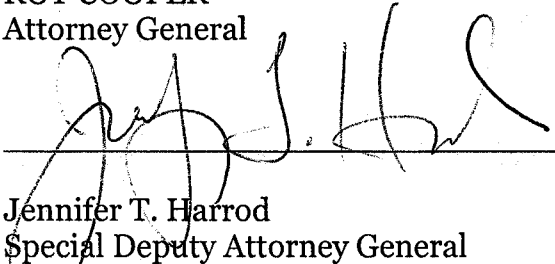
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16. A copy of all documents provided to any credit rating agency in connection with that credit rating agency's analysis of what credit rating to assign to the bonds and loans to be issued to fund the design and construction of the I-77 Express Lanes Project.

Issued this the 16th day of December, 2015, under my hand and seal pursuant to authority vested in me by Section 75-10 of the General Statutes of North Carolina.

ROY COOPER
Attorney General

By:



Jennifer T. Harrod
Special Deputy Attorney General
North Carolina Department of Justice
Consumer Protection Division
114 West Edenton Street
Raleigh, NC 27603
Phone: (919) 716-6692
jharrod@ncdoj.gov

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EXHIBIT 1: PRODUCTION FORMAT

All documents should be produced as Bates-stamped Group IV-compressed Tiff files.

A native-format file should be provided for all power points, spreadsheets, audio files, and video files. Where a native file is provided, a Tiff placeholder page will be accepted if the producing party prefers not to provide a full Tiff image. However, a Tiff image needs to be provided for every document.

Images should be in multi-page format, multipage text at the document level, an OPT load file providing links to the TIFF images, and a DAT load file with associated metadata fields, and a field with links for any files produced natively.

Text files should be named the same as their corresponding image files.

Provide a de-duplicated database (based on MD5 or SHA-1 hash values at the document level) across custodians. However, attachments to emails shall not be eliminated from the parent email, even if the attachment is an exact duplicate of a file elsewhere in the document set.

If the document has been previously produced to another party, it should either bear the Bates number of that production, or the Bates number used in such production should be included in a metadata field in the load file.

The DAT load file should have metadata fields named as listed:

Field Name	Field Description	Applies to:
BEGBATES	First Bates number of document – Use as document identifier	All
ENDBATES	Last Bates number of document	All
BEGATTACH	First Bates number of document family	All
ENDATTACH	Last Bates number of document family	All
PGCOUNT	Page count	All
FILE_EXTEN	File extension e.g. MSG, DOC, XLS	All
FILE_SIZE	Size of File	All
CUSTODIAN	Custodian	All
AUTHOR	Document author	All
FROM	From	Emails
TO	To	Emails
CC	CC	Emails

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BCC	BCC	Emails
SUBJECT	Subject	Emails
DATE_CREATED	Created date, MM/DD/YYYY format	All
DATE_MOD	Last modified date, MM/DD/YYYY format	All
DATE_SENT	Email sent date, MM/DD/YYYY format	Emails
TIME_SENT	Email sent time, HH:MM PM format	Emails
DATE_RECEIVED	Email received date, MM/DD/YYYY format	Emails
TIME_RECEIVED	Email received time, HH:MM PM format	Emails
SOURCE_FILE_PATH	The directory structure or path where the original file was stored on the party's source computer system, ending in the file name. Any container name (such as ZIP or PST containers) is included in the path.	All
NAME	Original File Name	All
HASH VALUE	The MD5 or SHA 1 hash value of the file.	All
DOCLINK	Native file path on media	All
TEXTLINK	Text file path on media	All

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EXHIBIT 2

STATE OF _____

COUNTY OF _____

CERTIFICATION OF PRODUCTION

I, _____, hereby swear that the documents produced herewith are authentic, or true and accurate copies of, records kept by the person or entity to whom the State's Civil Investigative Demand is directed ("Respondent"). I attest that either I am the Respondent or that I am the agent of the Respondent; and that I am competent and authorized to make this production.

I also swear that all documentary material in Respondent's possession, custody, or control has been produced and made available. I further swear that I understand my continuing obligation supplement the responses and production should I become aware of additional responsive information or documentary material.

I hereby swear that the foregoing is true and accurate to the best of my knowledge.

Respondent

Print Name

Sworn to and subscribed before me

this the ____ day of _____, 2015

(Signature of Notary Public)

(Printed Name of Notary Public)

My commission expires: _____